



Flowers

FOODS

INVESTOR PRESENTATION

March 1-2, 2023



REGARDING FORWARD-LOOKING STATEMENTS

Statements contained in this presentation and certain other written or oral statements made from time to time by Flowers Foods, Inc. (the “company”, “Flowers Foods”, “Flowers”, “us”, “we”, or “our”) and its representatives that are not historical facts are forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995. Forward-looking statements relate to current expectations regarding our future financial condition and results of operations and are often identified by the use of words and phrases such as “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “plan,” “predict,” “project,” “should,” “will,” “would,” “is likely to,” “is expected to” or “will continue,” or the negative of these terms or other comparable terminology. These forward-looking statements are based upon assumptions we believe are reasonable. Forward-looking statements are based on current information and are subject to risks and uncertainties that could cause our actual results to differ materially from those projected. Certain factors that may cause actual results, performance, liquidity, and achievements to differ materially from those projected are discussed in our Annual Report on Form 10-K for the year ended December 31, 2022 (the “Form 10-K”) and Quarterly Reports on Form 10-Q filed with the Securities and Exchange Commission (“SEC”) and may include, but are not limited to, (a) unexpected changes in any of the following: (1) general economic and business conditions; (2) the competitive setting in which we operate, including advertising or promotional strategies by us or our competitors, as well as changes in consumer demand; (3) interest rates and other terms available to us on our borrowings; (4) supply chain conditions and any related impact on energy and raw materials costs and availability and hedging counter-party risks; (5) relationships with or increased costs related to our employees and third-party service providers; (6) laws and regulations (including environmental and health-related issues); and (7) accounting standards or tax rates in the markets in which we operate, (b) the ultimate impact of the COVID-19 pandemic and future responses and/or measures taken in response thereto, including, but not limited to, new and emerging variants of the virus and the efficacy and distribution of vaccines, which are highly uncertain and are difficult to predict, (c) the loss or financial instability of any significant customer(s), including as a result of product recalls or safety concerns related to our products, (d) changes in consumer behavior, trends and preferences, including health and whole grain trends, and the movement toward less expensive store branded products, (e) the level of success we achieve in developing and introducing new products and entering new markets, (f) our ability to implement new technology and customer requirements as required, (g) our ability to operate existing, and any new, manufacturing lines according to schedule, (h) our ability to implement and achieve our environmental, social, and governance goals in accordance with regulatory requirements and expectations of stakeholders, suppliers, and customers; (i) our ability to execute our business strategies which may involve, among other things, (1) the ability to realize the intended benefits of planned or contemplated acquisitions, dispositions or joint ventures, (2) the deployment of new systems (e.g., our enterprise resource planning (“ERP”) system), distribution channels and technology, and (3) an enhanced organizational structure, (j) consolidation within the baking industry and related industries, (k) changes in pricing, customer and consumer reaction to pricing actions (including decreased volumes), and the pricing environment among competitors within the industry, (l) our ability to adjust pricing to offset, or partially offset, inflationary pressure on the cost of our products, including ingredient and packaging costs; (m) disruptions in our direct-store-delivery distribution model, including litigation or an adverse ruling by a court or regulatory or governmental body that could affect the independent contractor classifications of the independent distributor partners, (n) increasing legal complexity and legal proceedings that we are or may become subject to, (o) labor shortages and turnover or increases in employee and employee-related costs, (p) the credit, business, and legal risks associated with independent distributor partners and customers, which operate in the highly competitive retail food and foodservice industries, (q) any business disruptions due to political instability, pandemics, armed hostilities (including the ongoing conflict between Russia and Ukraine), incidents of terrorism, natural disasters, labor strikes or work stoppages, technological breakdowns, product contamination, product recalls or safety concerns related to our products, or the responses to or repercussions from any of these or similar events or conditions and our ability to insure against such events, (r) the failure of our information technology systems to perform adequately, including any interruptions, intrusions, cyber-attacks or security breaches of such systems or risks associated with the planned implementation of the upgrade of our ERP system; and (s) the potential impact of climate change on the company, including physical and transition risks, availability or restriction of resources, higher regulatory and compliance costs, reputational risks, and availability of capital on attractive terms. The foregoing list of important factors does not include all such factors, nor necessarily present them in order of importance. In addition, you should consult other disclosures made by the company (such as in our other filings with the SEC or in company press releases) for other factors that may cause actual results to differ materially from those projected by the company. Refer to Part I, Item 1A., Risk Factors, of the Form 10-K and subsequent filings with the SEC for additional information regarding factors that could affect the company’s results of operations, financial condition and liquidity. We caution you not to place undue reliance on forward-looking statements, as they speak only as of the date made and are inherently uncertain. The company undertakes no obligation to publicly revise or update such statements, except as required by law. You are advised, however, to consult any further public disclosures by the company (such as in our filings with the SEC or in company press releases) on related subjects.



Business Overview & Strategy



INVESTMENT HIGHLIGHTS

LEADER IN LARGE AND ATTRACTIVE CATEGORIES

Operate the #1 loaf, organic, and gluten-free bread brands; gaining share in stable categories throughout the economic cycle

LEADING BRANDS TO DRIVE GROWTH

Brand-focused portfolio strategy drives above-market growth via innovation, improved brand presence and relevance, and M&A

STRONG FINANCIAL POSITION WITH MARGIN UPSIDE

Attractive cash flow generation, strong balance sheet and significant margin expansion opportunity

CONSISTENT CAPITAL ALLOCATION TO MAXIMIZE RETURNS

Dividend paid in 81 consecutive quarters, opportunistic share repurchases, strong track record of generating value through M&A



100+ YEAR HISTORY OF GROWTH AND EVOLUTION



1919



One family-owned bakery in Thomasville, GA

1968

FLO

Listed publicly as "FLO"

1968 to 2020



More than 100 acquisitions

Today



✓ #1 loaf, organic, and gluten-free bread brands in the U.S.



✓ 46 operating bakeries
 ✓ 2nd-largest baked foods company in U.S.



✓ Proven business model
 ✓ Efficient bakeries & distribution
 ✓ Experienced team

BUSINESS OVERVIEW

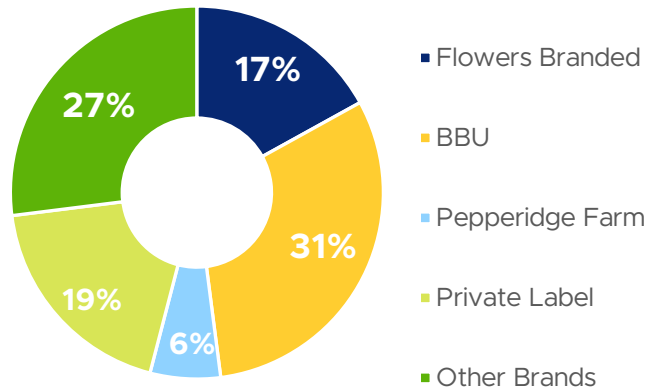
Diverse product line across the baked foods spectrum

Majority of business composed of faster-growing, higher-margin branded retail products

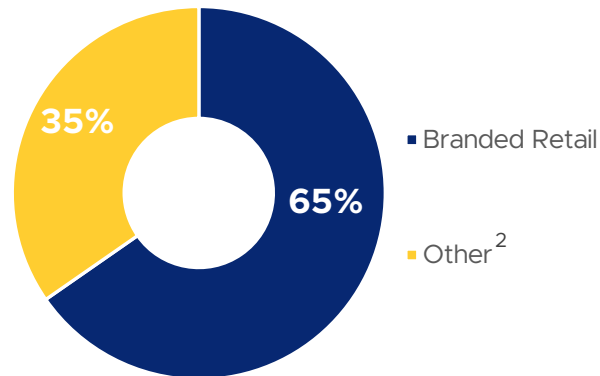
Diversified channel mix with broad distribution reach and e-Commerce upside

2022 SALES

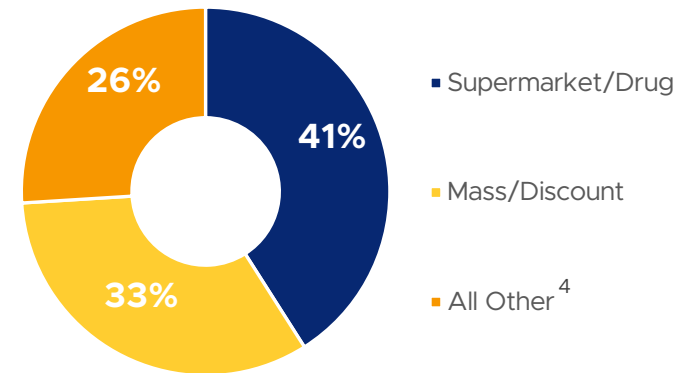
MARKET SHARE¹



SALES MIX



BY CHANNEL³



(1) IRI Total Multioutlet—FY'22, breads, buns, and rolls.

(2) Includes former Store Branded Retail and Non-Retail and Other categories

(3) Internal Sales Data Warehouse, 52 Weeks Ending December 31, 2022; includes sales from e-commerce, click and collect, and other online channels

(4) Includes foodservice, restaurant, institutional, vending, thrift stores, and contract manufacturing



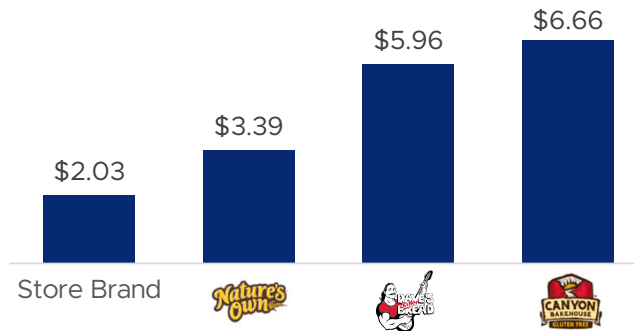
LARGE AND STABLE U.S. FRESH BAKERY MARKET



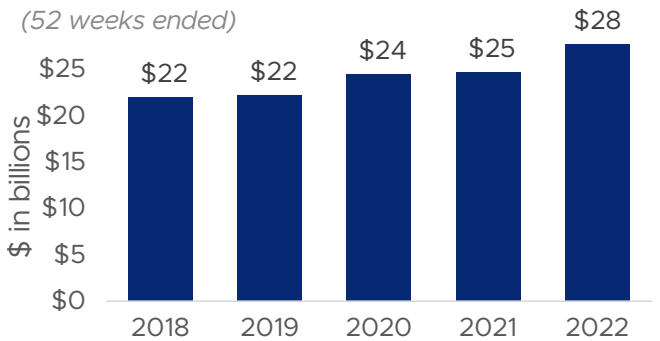
ESTIMATED \$47B¹ U.S. MARKET FOR FRESH AND FROZEN BAKERY AT RETAIL

- Large and stable U.S. Fresh Bakery category with sales of \$28B+
- Present in 98% of households; buy the category every 16 days
- Consumers willing to pay premium for brands
- Most profitable category for retailers²

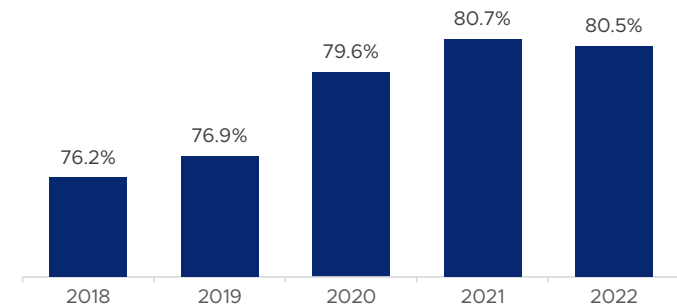
ATTRACTIVE BRAND ECONOMICS³



US FRESH BAKERY RETAIL SALES



BRANDED CATEGORY SHARE⁴



(1) Flowers internal estimate, based on IRI data (Full Year 2022) & BLS CPI PPI Food Index 2022
 (2) Willard Bishop SuperStudy
 (3) Average retail price per unit
 (4) Total US: IRI Multi Outlet, Annual Results

STRATEGIC PRIORITIES

Aligned to long-term targets and disciplined capital policies

LONG-TERM GROWTH TARGETS^{1,2}

+1 – 2%
SALES

+4 – 6%
EBITDA³

+7 – 9%
EPS⁴

Develop Team

Invest in team to drive portfolio optimization through brand growth, innovation and enhanced capabilities

Prioritize Margins

Orienting asset base to higher margin products, reducing network complexity and enhancing profitability

Focus on Brands

Pursue targeted innovation and marketing to enhance relevancy and opportunistically grow share

Smart M&A

Pursue disciplined, strategic M&A in grain-based foods that enhance portfolio, margin profile, and broaden geographic reach



(1) Targets off 2019 base. Sales and adjusted EBITDA targets reflect organic business growth; adjusted EPS target includes the potential impact of future M&A and share repurchases.
(2) No reconciliation of the forecasted range for adjusted EBITDA or Adjusted EPS is included in this presentation because we are unable to quantify certain amounts that would be required to be included in the GAAP measure without unreasonable efforts. In addition, the company believes such reconciliations would imply a degree of precision that would be confusing or misleading to investors.
(3) Earnings before interest, taxes, depreciation & amortization (EBITDA), adjusted for matters affecting comparability.
(4) Earnings per share (EPS), adjusted for matters affecting comparability.



DEVELOPING OUR TEAM WITH ENHANCED ORGANIZATIONAL STRUCTURE

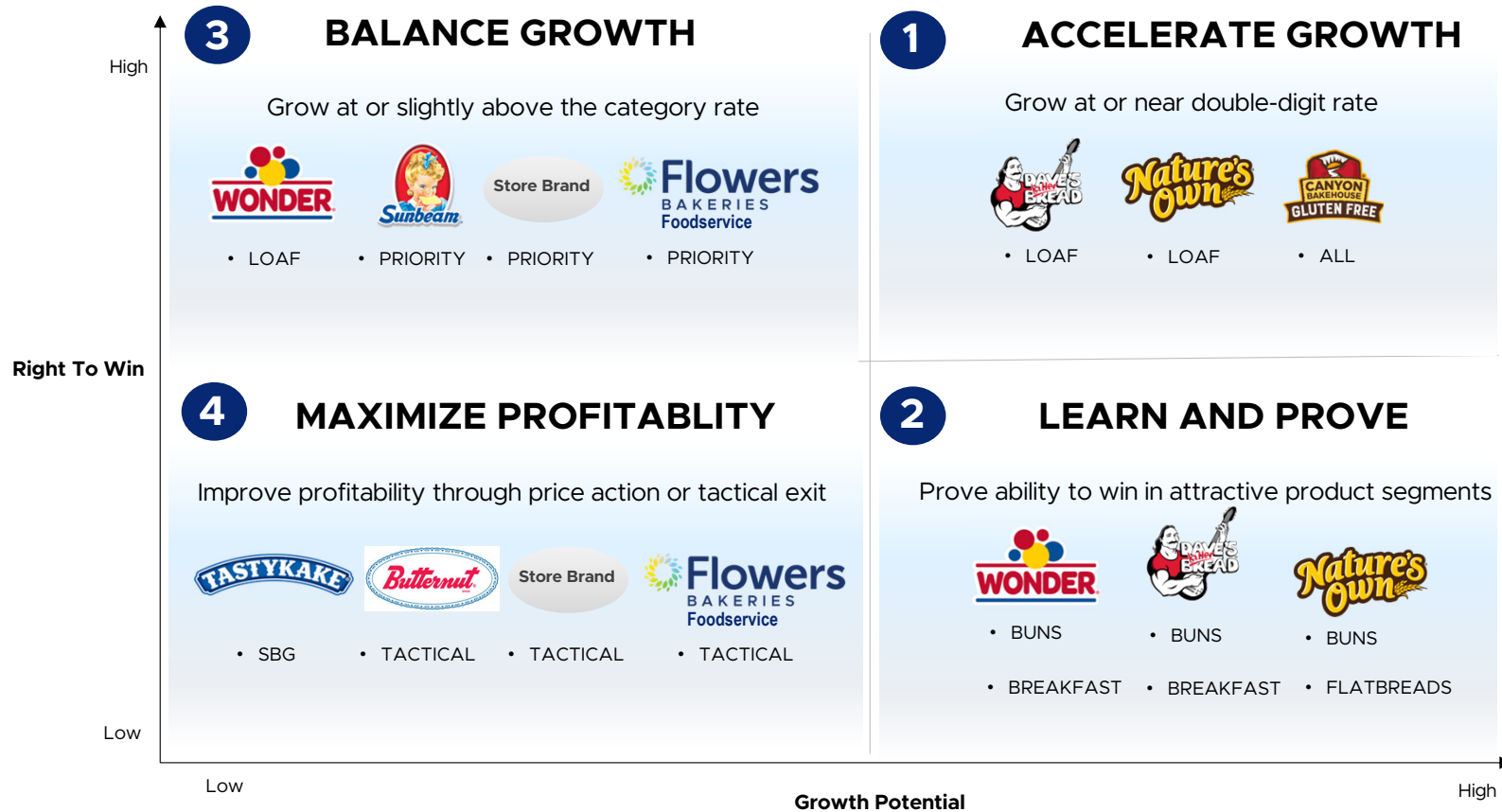
PRIORITIZING BRAND BUILDING, CAKE TURNAROUND, FOODSERVICE PROFITABILITY, AND ENABLING STRATEGIC INITIATIVES

- Chief Brand Officer is responsible for managing the brand portfolio and prioritizing brand-building investments
- Chief Marketing Officer leads stand-alone innovation function
- Chief Supply Chain Officer focused on process improvements
- Transformation Office is enhancing benefits of our strategic initiatives
- Chief Procurement Officer is maximizing purchasing power and efficiencies
- Established new role of Director of Diversity, Equity, and Inclusion
- Foodservice refocused to maximize value over volume and prioritize a more profitable product mix



PORTFOLIO STRATEGY FOCUSED ON GROWTH

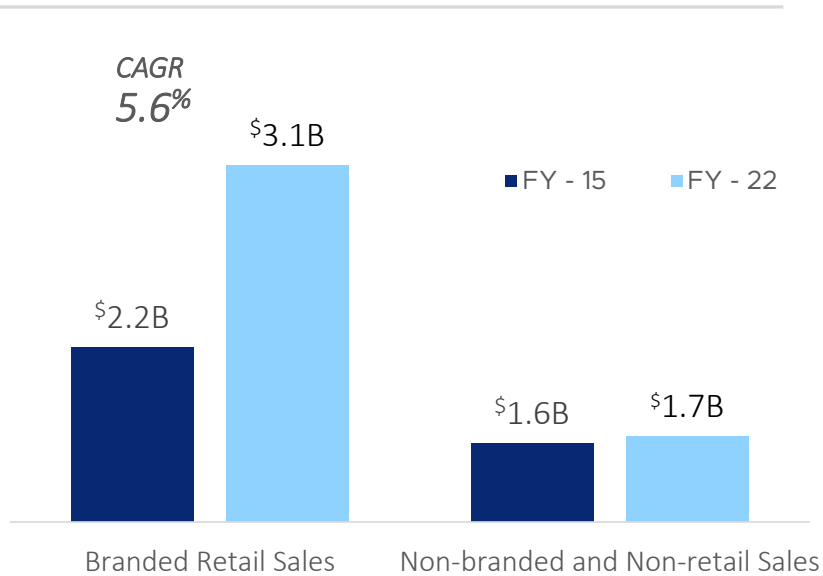
Allocates investment to the highest-return brands



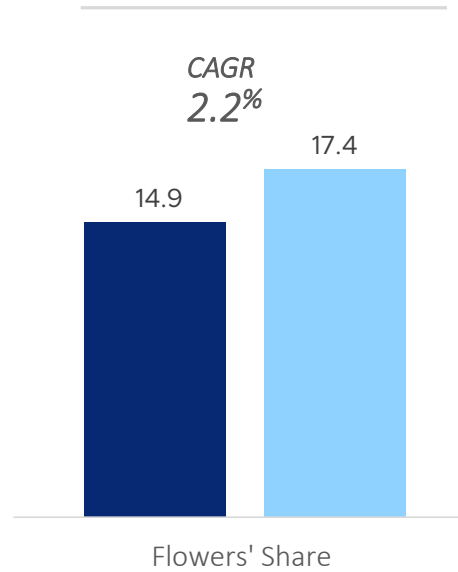
GROWING SALES WITH ICONIC BRANDS

Flowers' branded products driving top line

SALES BY CLASS¹



MARKET SHARE²



(1) Internal Sales Data Warehouse 52 Weeks Ending January 01, 2023
 (2) IRI scan data

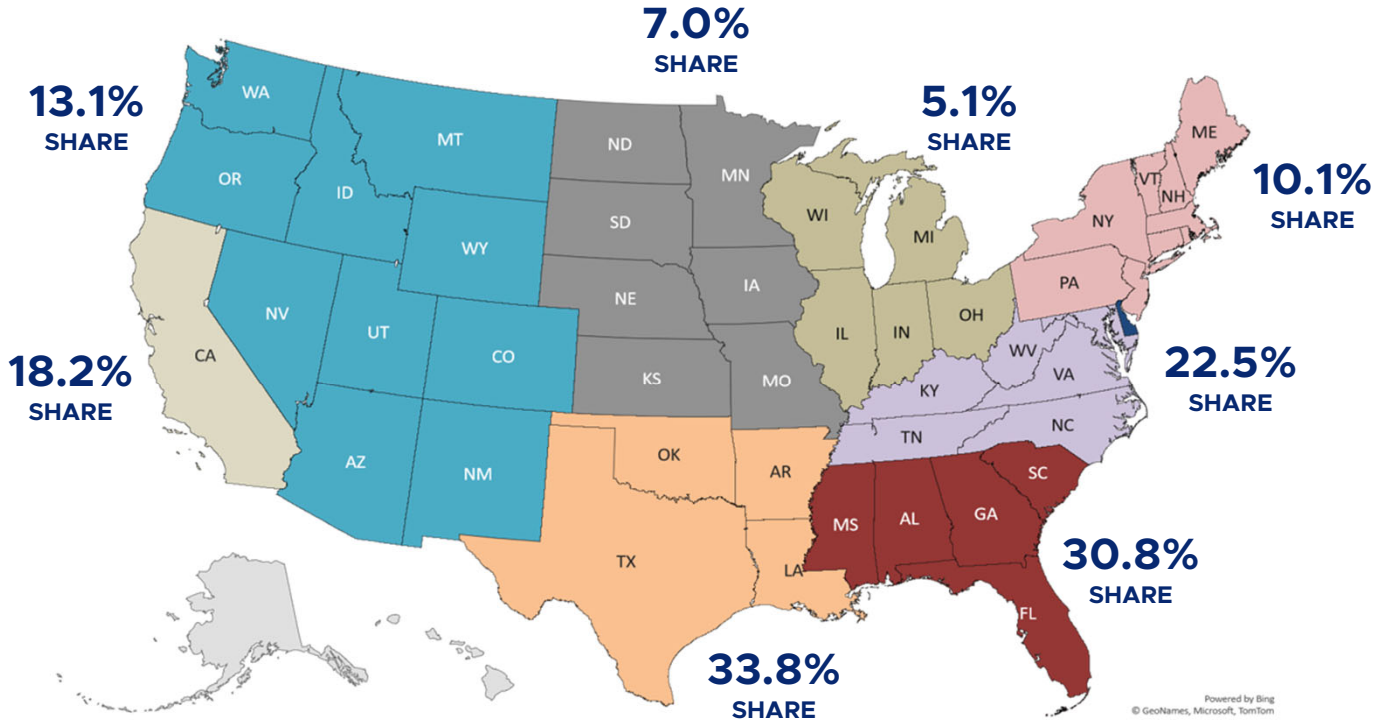
EXPANDING BRAND PRESENCE GEOGRAPHICALLY

Under-developed markets offer significant growth potential

CAPITALIZING ON BRAND GROWTH POTENTIAL BY INCREASING PRESENCE

- Expand breadth and depth of distribution
- Drive awareness, trial, and repeat with increased advertising and shopper marketing
- Intense focus by our DSD sales organization and IDPs

U.S. share = 17.4%



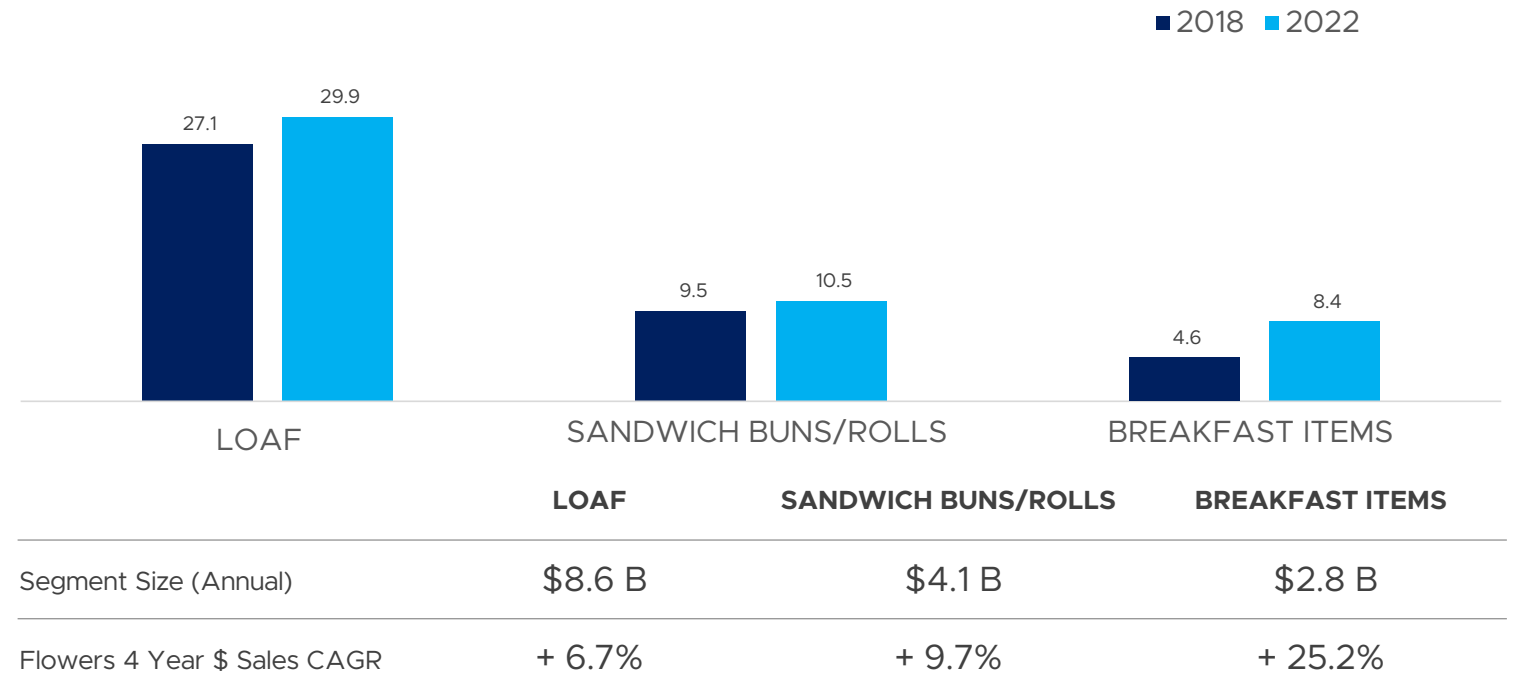
Source: Flowers Custom Database – IRI Total US Mulo + C Store, TTM ended January 1, 2023

LEVERAGING INNOVATION TO GROW ADJACENT SEGMENTS

TARGETED INNOVATION TO DRIVE GROWTH IN ADJACENT SEGMENTS AND ENTRY INTO NEW AREAS



FLOWERS DOLLAR SHARE¹



(1) IRI Scan Data - Flowers Custom Database Calendar Year Ending January 01,2023

PORTFOLIO STRATEGY DRIVES MARGINS

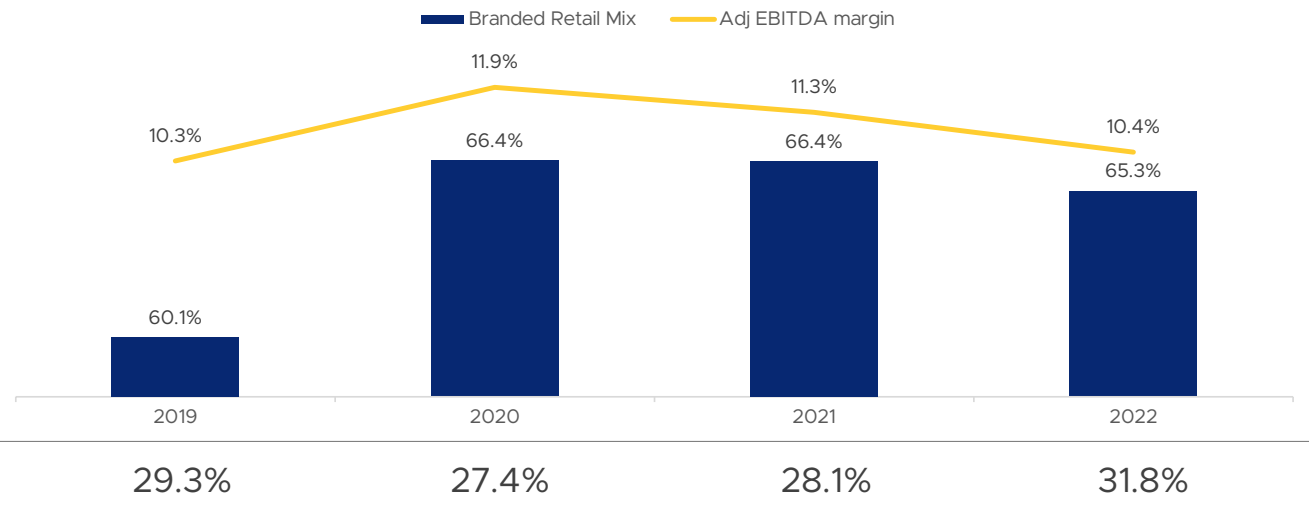
POST-PANDEMIC RESULTS SHOW POTENTIAL BENEFIT OF INITIATIVES ON OUR LONGER-TERM RESULTS

Significant margin increase as branded retail business grew to a larger percentage of sales

Combining right portfolio mix with improved bakery network enhances margins

Recent results reflect impact of inflationary pressures on EBITDA margins

SALES MIX AND ADJ. EBITDA¹ MARGINS







(1) Earnings before interest, taxes, depreciation & amortization, adjusted for matters affecting comparability. See non-GAAP reconciliations at the end of this slide presentation.
 (2) As a percentage of sales



PRIORITIZING MARGINS WITH SUPPLY CHAIN OPTIMIZATION

REDUCING FIXED COSTS, ENHANCING OPERATING LEVERAGE



|  DISTRIBUTION AND NETWORK |  BAKERY OPERATIONS |  PROCUREMENT |  OVERHEAD EXPENSES |
|---|--|---|---|
| <ul style="list-style-type: none"> • Backhaul utilization • Cube optimization • Depot consolidation • Optimize number of bakeries • Limit overtime expense • Transition some routes to four-day delivery • Repurposed Lynchburg bakery | <ul style="list-style-type: none"> • Bakery of the future • Autonomous planning • SKU rationalization • Increase production run times • Quality improvement; site line machines • Stale & scrap reduction • Optimize days of availability | <ul style="list-style-type: none"> • Optimize strategic sourcing strategies • Leverage scale with centralized buying • Direct materials efficiencies to minimize total cost of ownership • Policy and systems enhancements to control spend • Sourcing leadership to manage indirect spend | <ul style="list-style-type: none"> • Staffing optimization • Testing and implementing maintenance and measurement processes • Enhanced hiring procedures |

POSITIONED FOR GROWTH THROUGH SMART M&A

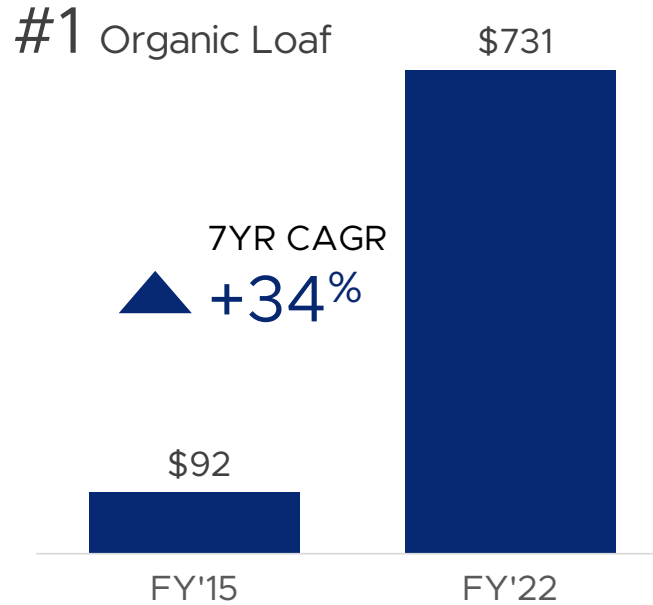
Proven track record of acquiring and growing differentiated bakery brands

Seeking out innovative platform brands in \$50B+ grain-based foods arena beyond fresh packaged bread

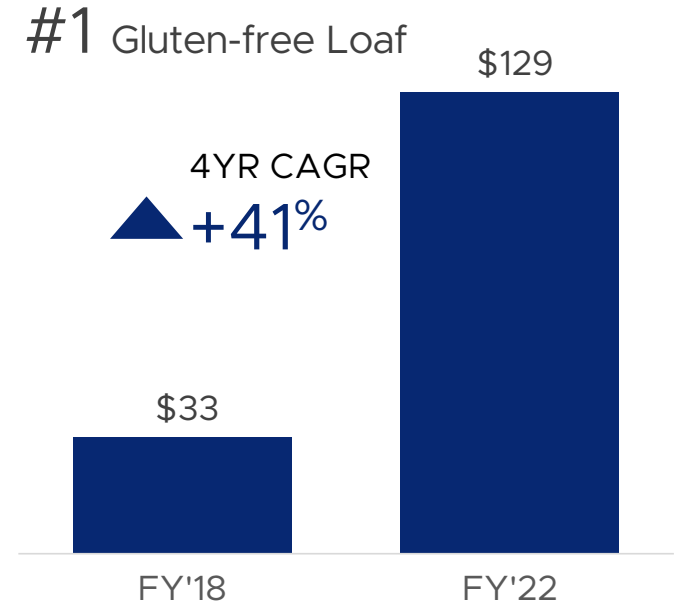
Accelerating geographic expansion of growth and core brands



**DAVE'S KILLER BREAD
TRACKED RETAIL SALES (\$M)**



**CANYON BAKEHOUSE
TRACKED RETAIL SALES (\$M)**



Source: Flowers Custom Database – IRI Total US Mulo + C Store

PAPA PITA ACQUISITION HIGHLIGHTS

- \$270 million purchase price
- Manufacturer and distributor of high-quality bagels, tortillas, breads, buns, English muffins, and flat breads
- Significant co-manufacturing business, including longstanding relationship with Flowers, with state-of-the-art 270,000 square foot baking facility
- Expanded geographic reach with direct-store-distribution in the western U.S., and significant manufacturing and distribution synergies
- Expected fiscal 2023 contribution of
 - Sales: \$55-60 million¹
 - Adj. EBITDA \$17-20 million
 - Adj. EPS: 1-2 cents



(1) Excludes approximately \$45 million of intercompany sales.

Financial Review & Capital Allocation





Q4 2022 FINANCIAL REVIEW

NET SALES

\$1.083B +10.1% v PY

- Price/Mix +16.7%¹
- Volume -6.6%²
- Price increases to mitigate inflation, partly offset by lower volume

NET INCOME

\$48.6M +23.6% v PY

ADJ. EBITDA³

\$96.2M +8.5% v PY

- 8.9% of sales, down 10 bps
- Increased prices, partly offset by inflationary pressures

CASH FLOWS — FY'22

Cash from Ops
\$360.9M

Dividends
\$186.5M

Capex
\$169.1M

GAAP DILUTED EPS

\$0.23 +\$0.05 v PY

ADJ. DILUTED EPS⁴

\$0.23 +\$0.03 v PY

- Increased EBITDA
- Lower interest expense

(1) Calculated as (current year period units X change in price per unit) / prior year period sales \$

(2) Calculated as (prior year period price per unit X change in units) / prior year period sales \$

(3) Earnings before interest, taxes, depreciation & amortization (EBITDA), adjusted for matters affecting comparability. See non-GAAP reconciliations at the end of this slide presentation.

(4) Earnings per share (EPS), adjusted for matters affecting comparability. See non-GAAP reconciliations at the end of this slide presentation.

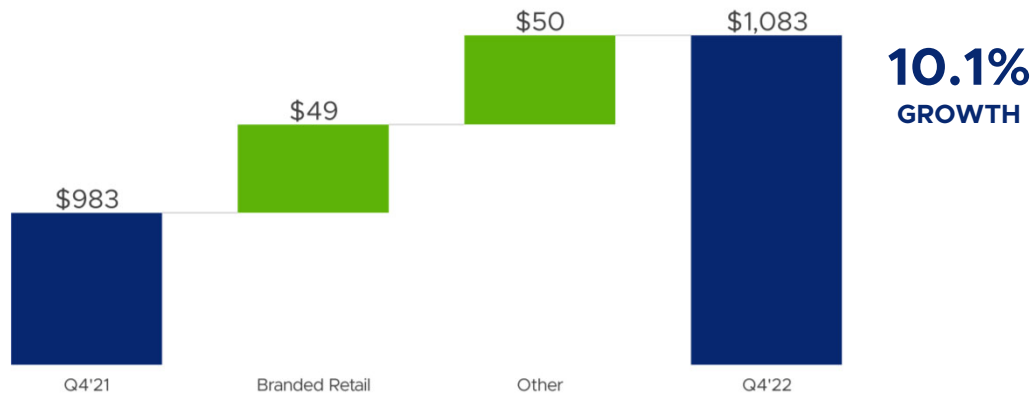
Q4 2022 FINANCIAL HIGHLIGHTS

Sales grew due to price increases to mitigate inflation, partly offset by lower volume

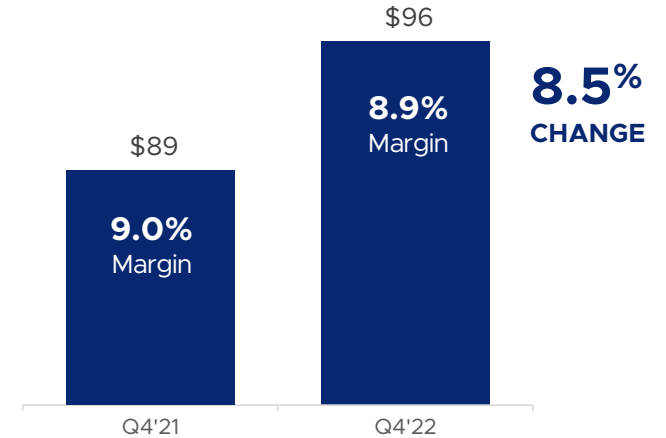
Net income increased 23.6% to \$48.6 million from \$39.3 million in the same quarter of 2021 due to higher EBITDA and lower interest expense

Adjusted EBITDA increased primarily due to higher sales, partly offset by inflationary pressures

COMPONENTS OF Q4'22 SALES CHANGE (MILLIONS)



ADJUSTED EBITDA (MILLIONS)¹



(1) Earnings before interest, taxes, depreciation & amortization, adjusted for matters affecting comparability. See non-GAAP reconciliations at the end of this slide presentation.

FISCAL 2023 GUIDANCE

(Provided February 9, 2023)

| SALES | ADJ. EBITDA ¹ | ADJ. EPS ¹ |
|--------------------------------|----------------------------|-----------------------------|
| \$5.176 to \$5.242B | \$513 to \$543M | \$1.20 to \$1.30 |

OTHER

Depreciation & amortization

\$160 – \$165M

Net interest expense

\$8 - 12M

Capital expenditures

\$140 – \$150M²

Effective tax rate

APPROX. 25.0%

Diluted shares outstanding

APPROX. 213M

Fiscal 2023 Considerations

- Ability to mitigate inflation
- Consumer resiliency
- Timing of cost savings initiatives
- Promotional environment
- Supply chain disruptions and availability of materials



(1) No reconciliation of the forecasted range for Adjusted EPS to Diluted EPS and adjusted EBITDA to net income for the 52-week Fiscal 2023 is included in this press release because the company is unable to quantify certain amounts that would be required to be included in the GAAP measure without unreasonable efforts. In addition, the company believes such reconciliations would imply a degree of precision that would be confusing or misleading to investors.

(2) \$20-30 million related to ERP upgrade

LONG-TERM GROWTH TARGET SCORECARD

| | LT Targets ¹ | CAGR ¹ | | | |
|------------|-------------------------|--------------------|-------|-------|--------------------|
| | | FY'20 ² | FY'21 | FY'22 | FY'23 ³ |
| Sales | 1-2% | 6.4% | 2.5% | 5.2% | 6.0% |
| Adj EBITDA | 4-6% ⁴ | 23.4% | 7.8% | 5.9% | 5.7% |
| Adj EPS | 7-9% ⁴ | 36.5% | 13.7% | 9.8% | 6.8% |

(1) Off FY'19 base

(2) FY'20 was a 53-week year

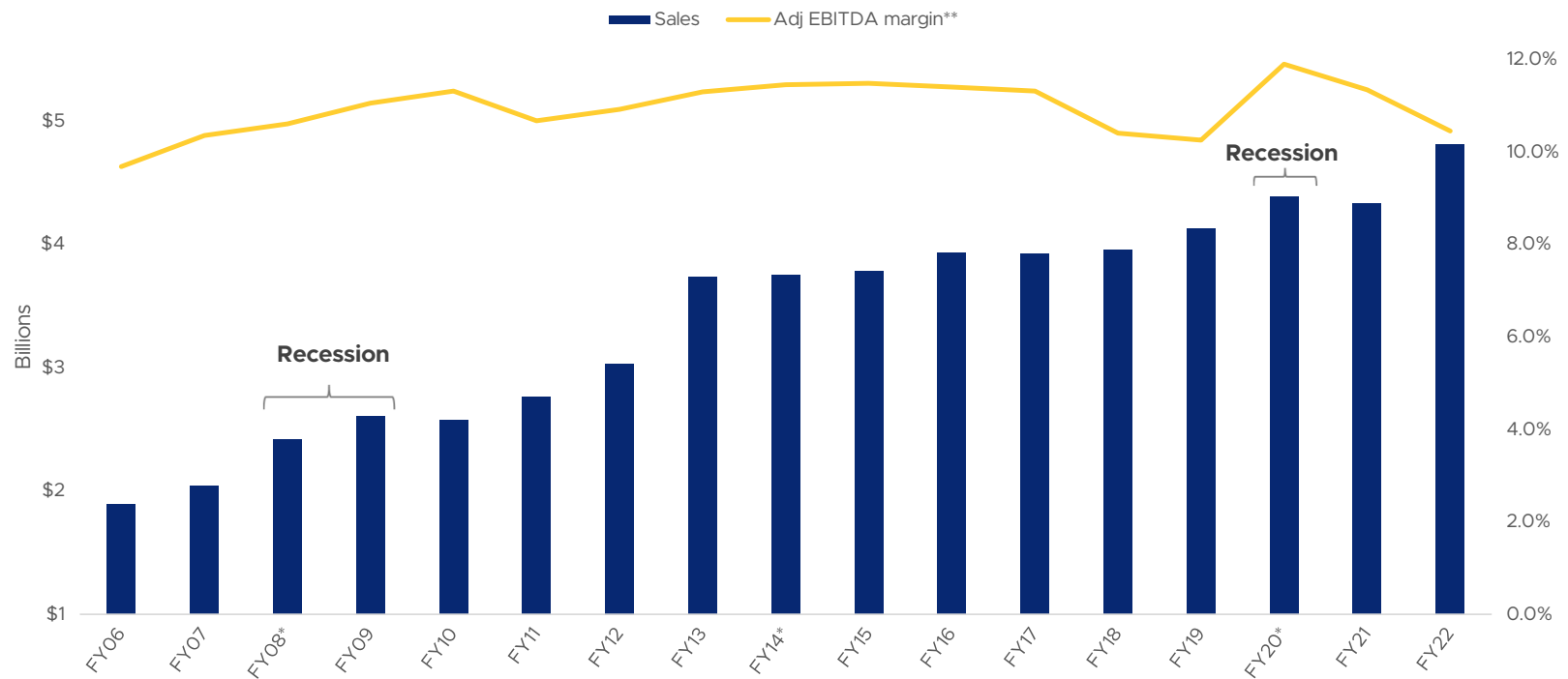
(3) Implied return using FY'23 guidance midpoint

(4) No reconciliation of the forecasted range for Adjusted EPS to Diluted EPS and adjusted EBITDA to net income for the 52-week Fiscal 2023 is included in this press release because the company is unable to quantify certain amounts that would be required to be included in the GAAP measure without unreasonable efforts. In addition, the company believes such reconciliations would imply a degree of precision that would be confusing or misleading to investors.



CONSISTENT SALES AND MARGIN PROFILE

Stable performance in a variety of economic environments



* 53-week year

** Adjusted for items affecting comparability



STEADY FREE CASH FLOW

Free cash flow¹ to fuel accretive investments

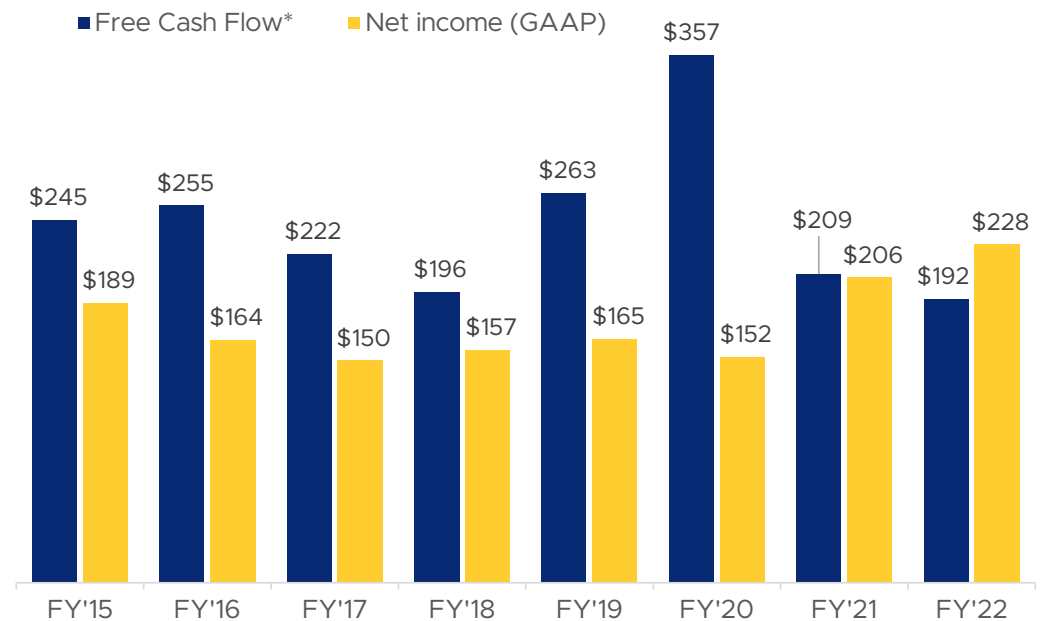
Strong free cash flow growth supports investments in the business, M&A strategy and capital returns

CASH FLOW DRIVERS

- Growing sales
- Focus on cash margins
- Predictable capex



FREE CASH FLOW IN EXCESS OF NET INCOME (MILLIONS)



(1) Operating Cash flow minus Capital Expenditures. Net Income (GAAP).

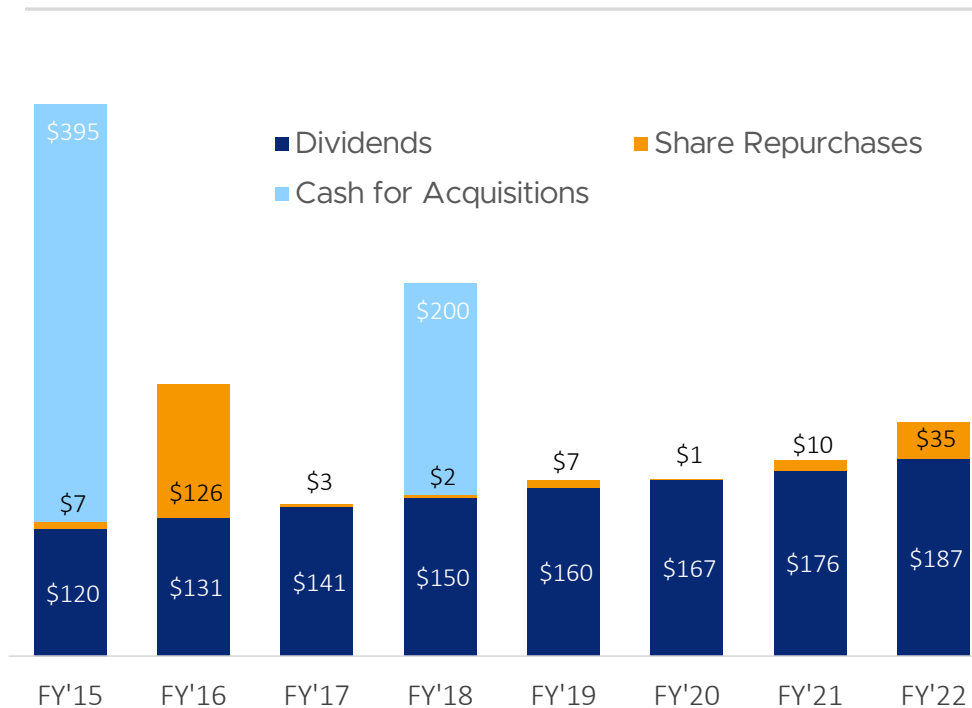
SHAREHOLDER-FRIENDLY CAPITAL ALLOCATION

Named to S&P High Yield Dividend Aristocrats Index

CAPITAL ALLOCATION PRINCIPLES:

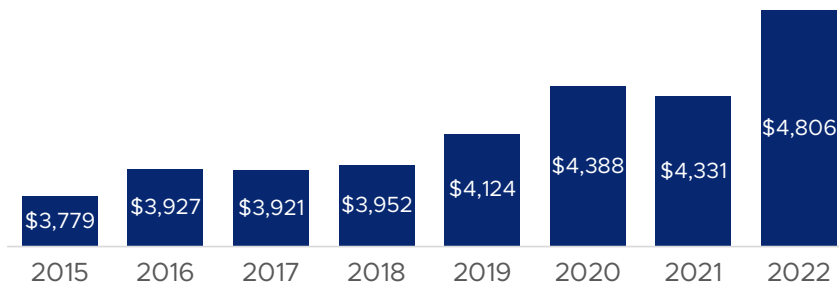
- Capex to support core business growth
- Maintain investment grade credit rating
- Support strong dividend
- Smart, disciplined acquisitions
- Opportunistic share repurchases

CAPITAL ALLOCATION (MILLIONS)

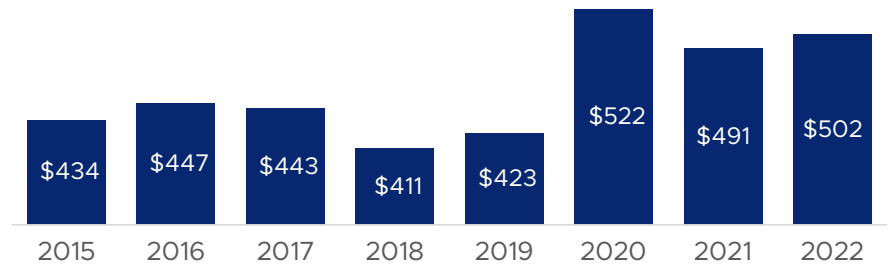


TRACK RECORD OF DE-LEVERAGING POST M&A

REVENUE¹ (MILLIONS)



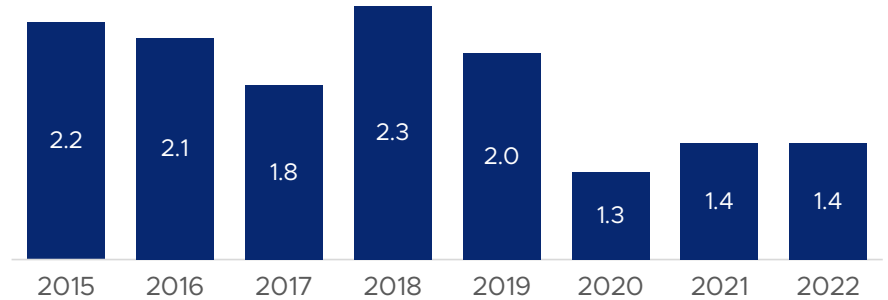
ADJ. EBITDA¹ (MILLIONS)



NET DEBT² (MILLIONS)



NET LEVERAGE (NET DEBT² / ADJ. EBITDA¹)

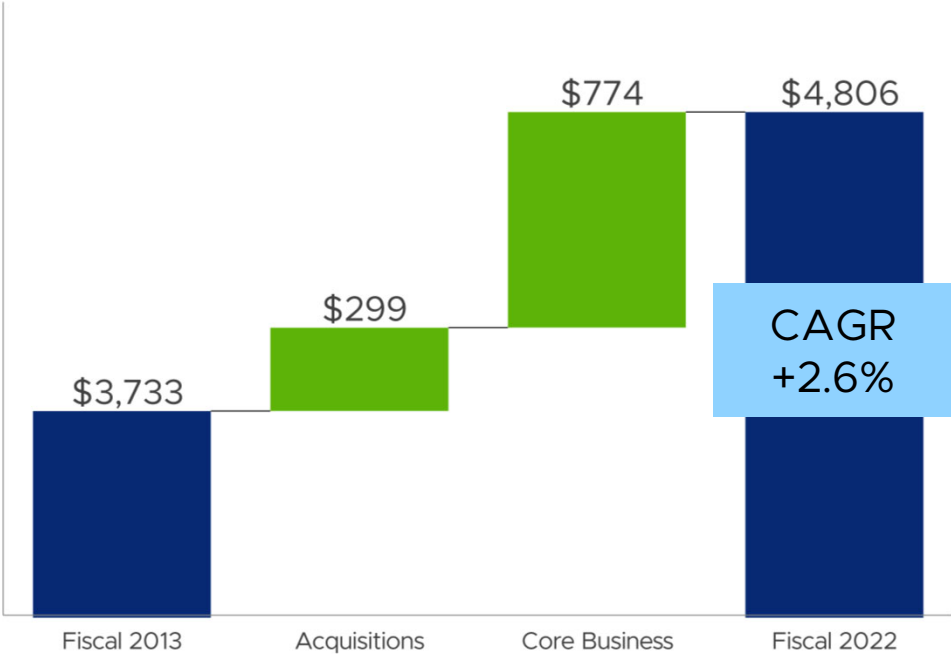


(1) 2020 was a 53-week year
 (2) Excludes lease liabilities

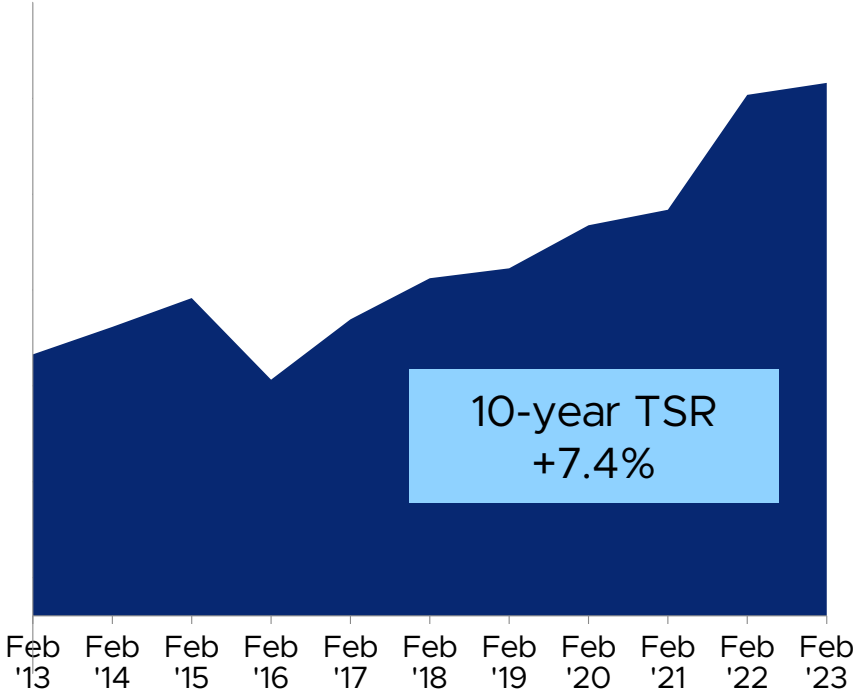


LONG TRACK RECORD OF GROWTH

SALES GROWTH COMPONENTS¹ (MILLIONS)



TOTAL SHAREHOLDER RETURNS²



1. Source: Company filings.
 2. Total Shareholder Return (TSR) assumes reinvestment of dividends. Source: NASDAQ
 3. Acquisition category includes sales for 12 months following purchase

OUR VISION HAS NEVER BEEN CLEARER

Right structure with a passionate team committed to continued success

Emotional connection of fresh bread offers innovative brands the opportunity to appeal powerfully to consumers

Competitive, leading operator with combination of strong brands and scale

Opportunity to grow through product adjacencies, innovation, and M&A

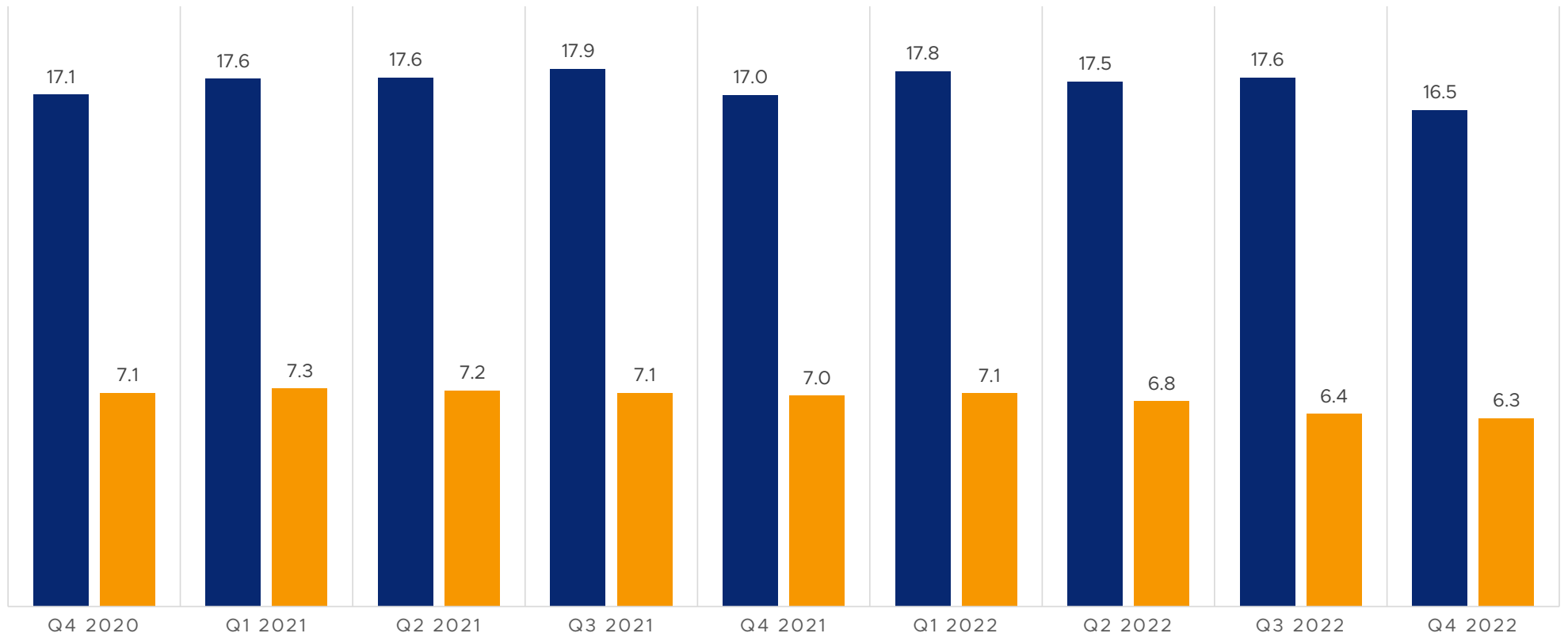


Market Share Review



FLOWERS' MARKET SHARE

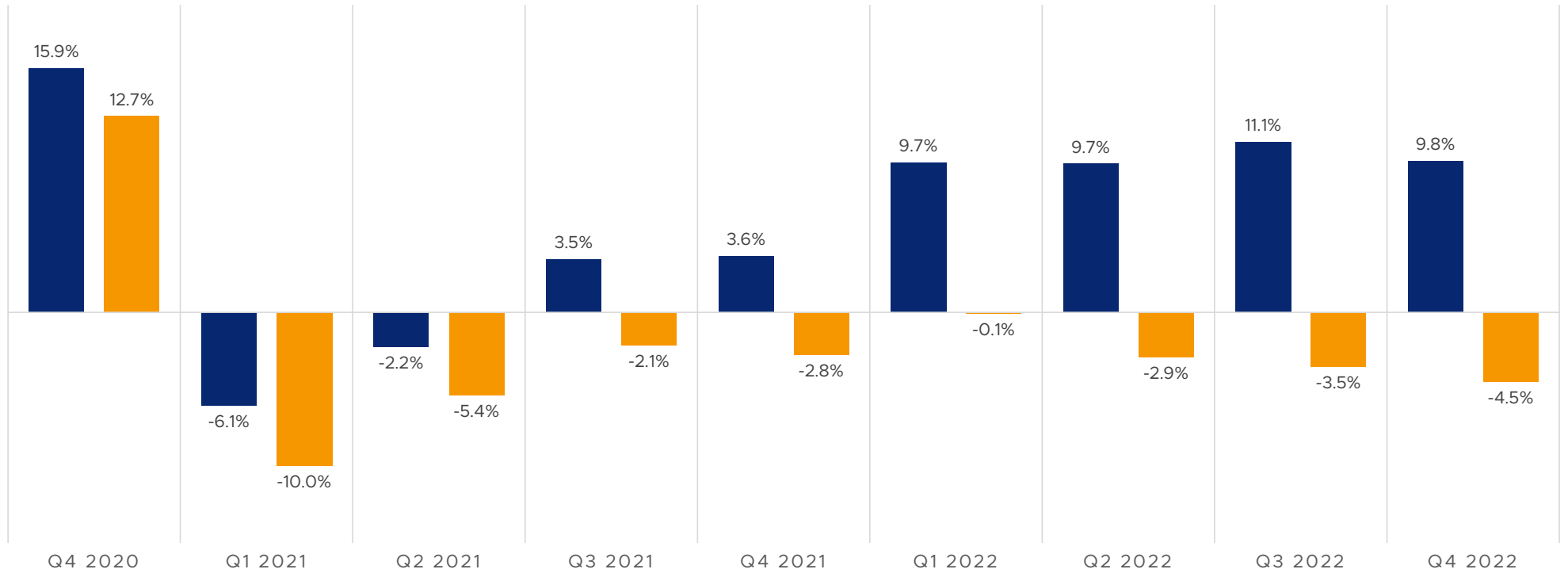
■ FLO Bread Share ■ FLO Cake Share



Source: Flowers Custom Database – IRI Total US Mulo + C Store

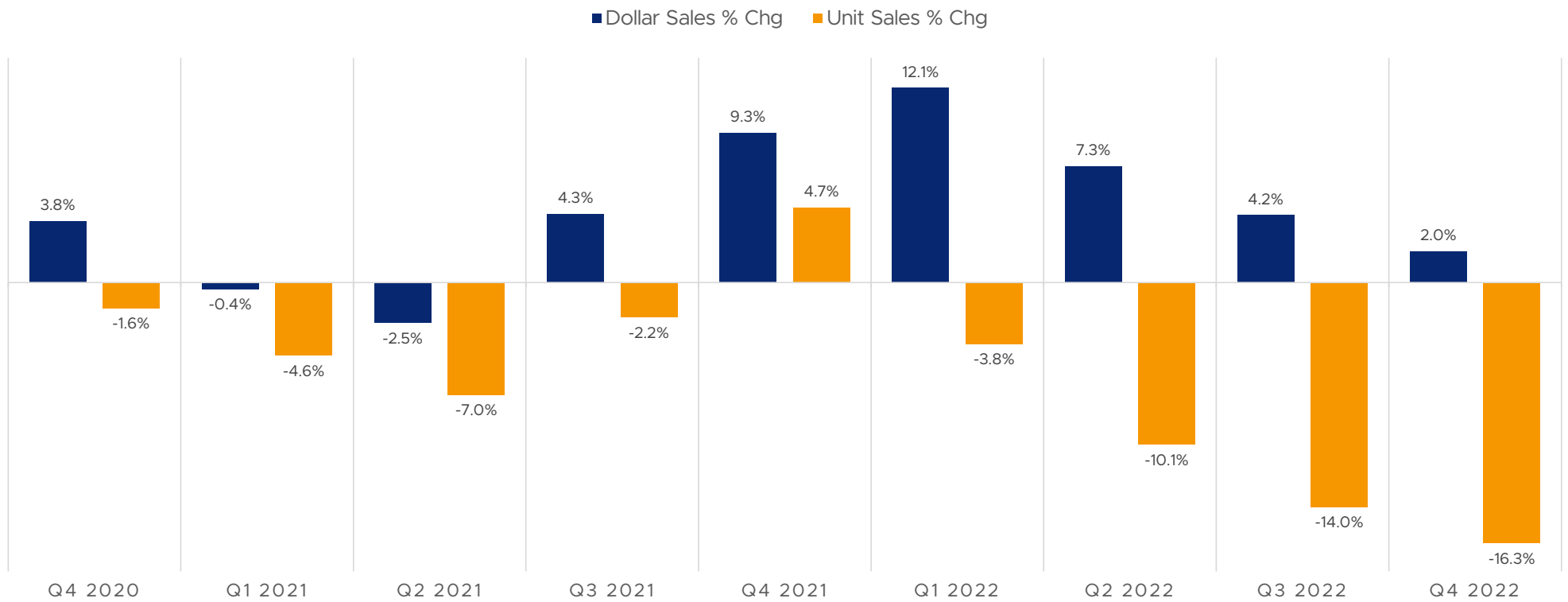
FLOWERS FRESH PACKAGED BREADS

■ Dollar Sales % Chg ■ Unit Sales % Chg



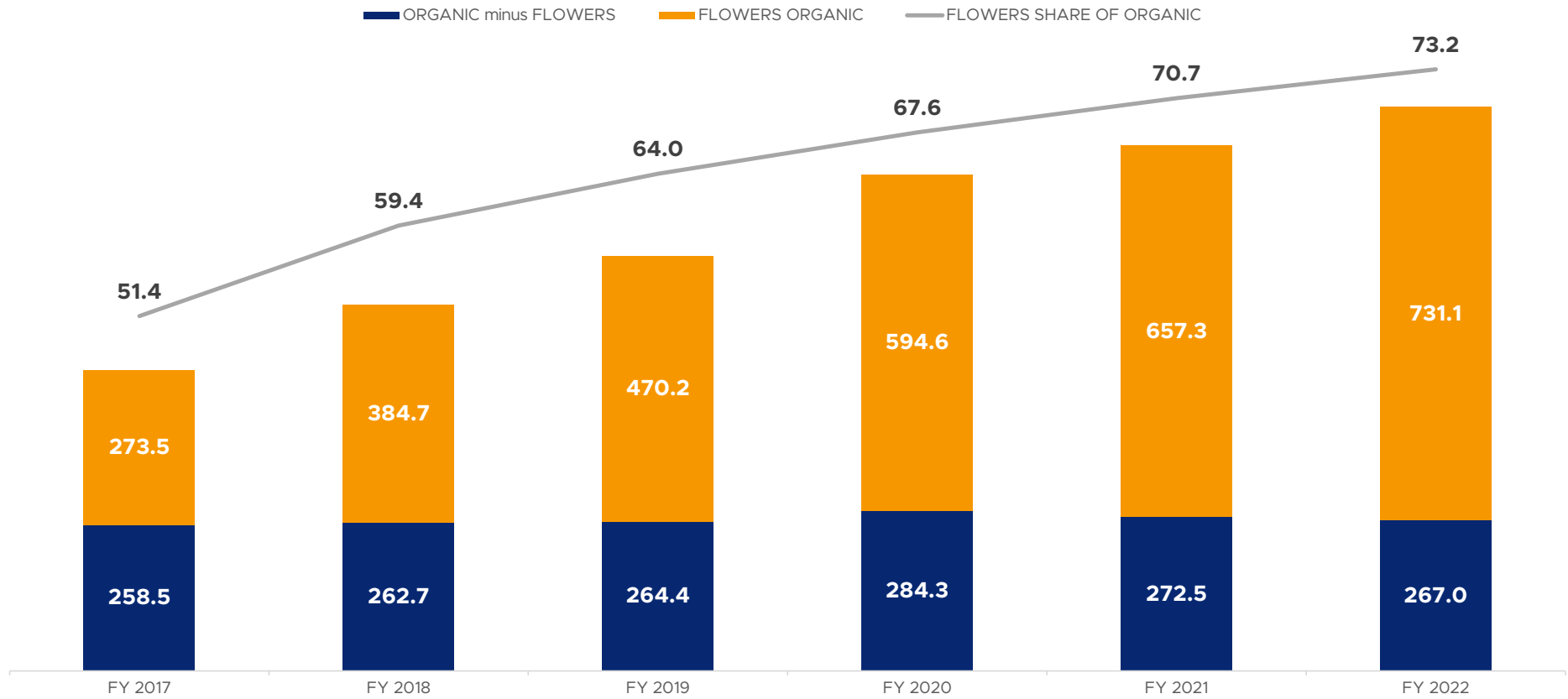
Source: Flowers Custom Database – IRI Total US Mulo + C Store

FLOWERS COMMERCIAL CAKE



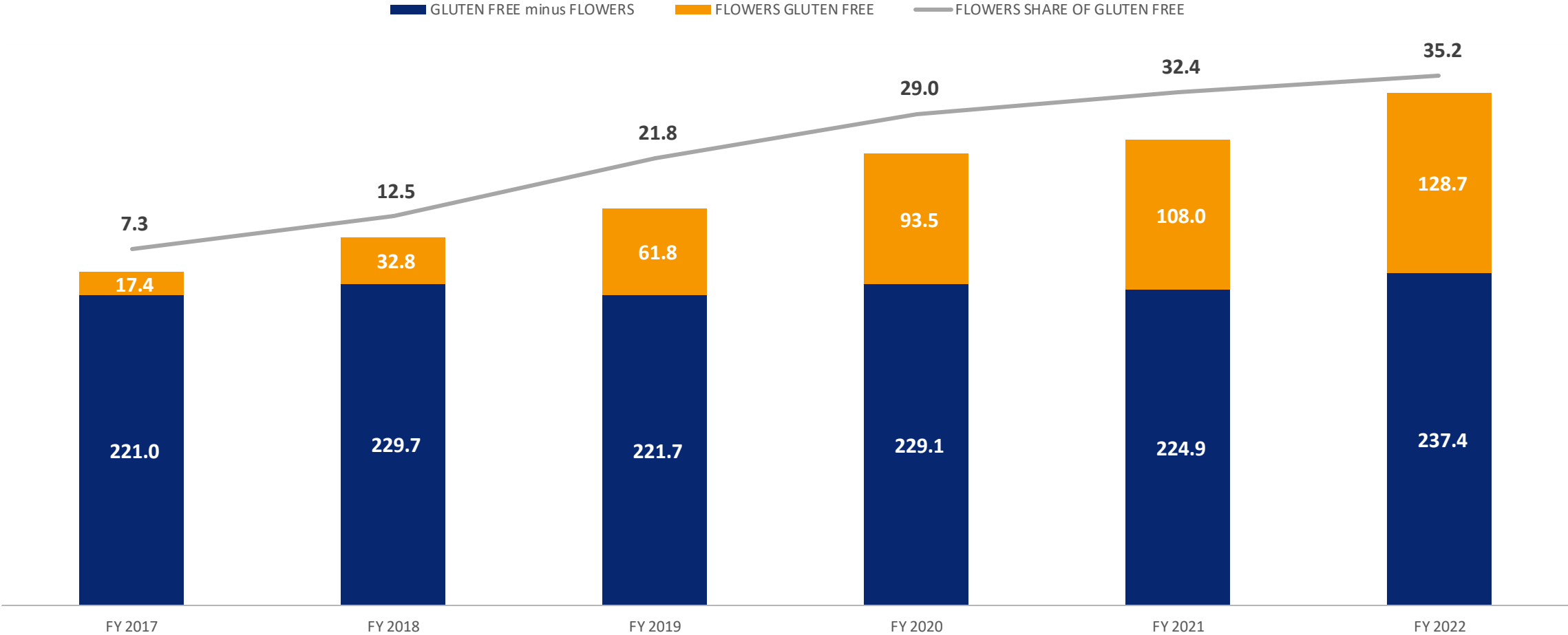
Source: Flowers Custom Database – IRI Total US Mulo + C Store

ORGANIC CATEGORY SALES



Source: Flowers Custom Database – IRI Total US Mulo + C Store

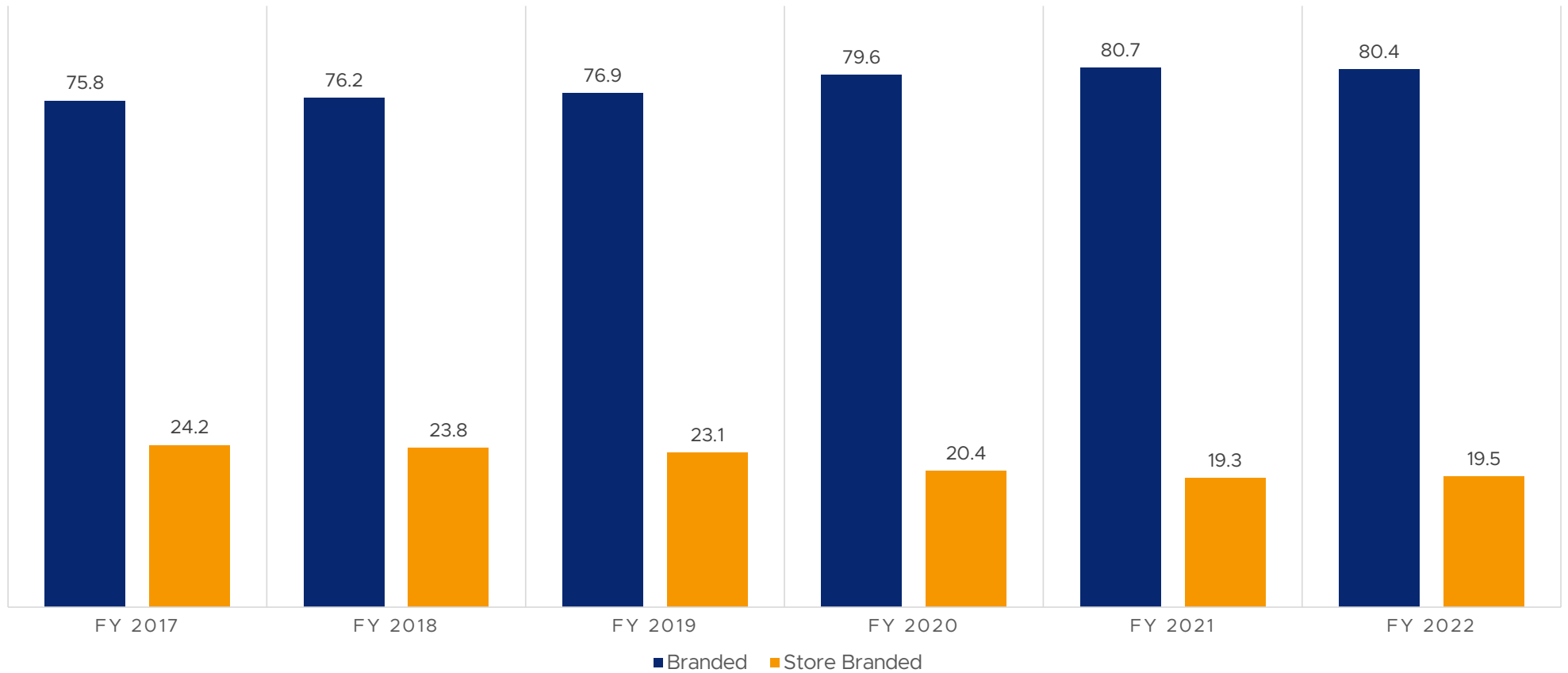
GLUTEN-FREE CATEGORY SALES



Source: Flowers Custom Database – Circana Total US Mulo + C Store

BRANDED VS STORE BRAND MARKET SHARE

FRESH PACKAGED BREAD CATEGORY



Source: Flowers Custom Database – IRI Total US Mulo + C Store

Reconciliation of Non-GAAP Financial Measures



INFORMATION REGARDING NON-GAAP FINANCIAL MEASURES

Information Regarding Non-GAAP Financial Measures

The company prepares its consolidated financial statements in accordance with U.S. Generally Accepted Accounting Principles (GAAP). However, from time to time, the company may present in its public statements, press releases and SEC filings, non-GAAP financial measures such as, EBITDA, adjusted EBITDA, EBITDA margin, adjusted EBITDA margin, adjusted net income, adjusted EPS, adjusted diluted EPS, adjusted income tax expense, adjusted selling, distribution and administrative expenses (SD&A), gross margin excluding depreciation and amortization, free cash flow, and the ratio of net debt to adjusted EBITDA. The reconciliations attached provide reconciliations of the non-GAAP measures used in this presentation or release to the most comparable GAAP financial measure. The company's definitions of these non-GAAP measures may differ from similarly titled measures used by others. These non-GAAP measures should be considered supplemental to, and not a substitute for, financial information prepared in accordance with GAAP.

The company defines EBITDA as earnings before interest, taxes, depreciation and amortization. Earnings are net income. The company believes that EBITDA is a useful tool for managing the operations of its business and is an indicator of the company's ability to incur and service indebtedness and generate free cash flow. EBITDA is used as the primary performance measure in the company's 2014 Omnibus Equity and Incentive Compensation Plan. Furthermore, pursuant to the terms of our credit facility, EBITDA is used to determine the company's compliance with certain financial covenants. The company also believes that EBITDA measures are commonly reported and widely used by investors and other interested parties as measures of a company's operating performance and debt servicing ability because EBITDA measures assist in comparing performance on a consistent basis without regard to depreciation or amortization, which can vary significantly depending upon accounting methods and non-operating factors (such as historical cost). EBITDA is also a widely-accepted financial indicator of a company's ability to incur and service indebtedness.

EBITDA should not be considered an alternative to (a) income from operations or net income (loss) as a measure of operating performance; (b) cash flows provided by operating, investing and financing activities (as determined in accordance with GAAP) as a measure of the company's ability to meet its cash needs; or (c) any other indicator of performance or liquidity that has been determined in accordance with GAAP.

The company defines adjusted EBITDA, EBITDA margin, adjusted EBITDA margin, adjusted net income, adjusted diluted EPS, adjusted income tax expense and adjusted SD&A, respectively, excluding the impact of asset impairment charges, Project Centennial consulting costs, business process improvement costs, lease terminations and legal settlements, acquisition-related costs, and pension plan settlements. Adjusted income tax expense also excludes the impact of tax reform. The company believes that these measures, when considered together with its GAAP financial results, provides management and investors with a more complete understanding of its business operating results, including underlying trends, by excluding the effects of certain charges.

The company defines free cash flow as operating cash flow minus capital expenditures. The company believes that free cash flow provides investors a better understanding of the company's liquidity position. The company defines net debt as total debt less cash and cash equivalents. Net debt to EBITDA is used as a measure of financial leverage employed by the company. Gross margin excluding depreciation and amortization is used as a performance measure to provide additional transparent information regarding our results of operations on a consolidated basis. Changes in depreciation and amortization are separately discussed and include depreciation and amortization for materials, supplies, labor and other production costs and operating activities.

Presentation of gross margin includes depreciation and amortization in the materials, supplies, labor and other production costs according to GAAP. Our method of presenting gross margin excludes the depreciation and amortization components, as discussed above.

The reconciliations attached provide reconciliations of the non-GAAP measures used in this presentation or release to the most comparable GAAP financial measure.

No reconciliation of the forecasted range for adjusted EBITDA or adjusted EPS is included in this presentation because we are unable to quantify certain amounts that would be required to be included in the GAAP measure without unreasonable efforts. In addition, the company believes such reconciliations would imply a degree of precision that would be confusing or misleading to investors.



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF EARNINGS PER SHARE TO ADJUSTED EARNINGS PER SHARE

| | For the 12-Week Period Ended <u>December 31, 2022</u> | For the 12-Week Period Ended <u>January 1, 2022</u> |
|---|---|---|
| Net income per diluted common share | 0.23 | \$ 0.18 |
| Business process improvement consulting costs | 0.02 | 0.01 |
| Gain on sale and lease termination gain | (0.02) | (0.01) |
| FASTER Act and loss on inferior ingredients | NM | 0.01 |
| Acquisition-related costs | NM | — |
| Pension plan settlement loss | — | NM |
| Adjusted net income per diluted common share | <u>\$ 0.23</u> | <u>\$ 0.20</u> |

*NM – Not meaningful.
Certain amounts may not add due to rounding.*



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF NET INCOME TO EBITDA AND ADJUSTED EBITDA (000S OMITTED)

| | <u>For the 12 Week Period Ended December 31, 2022</u> | <u>For the 12 Week Period Ended January 1, 2022</u> |
|---|---|---|
| Net income | \$ 48,597 | \$ 39,322 |
| Income tax expense | 15,346 | 12,720 |
| Interest expense, net | 330 | 1,419 |
| Depreciation and amortization | <u>32,713</u> | <u>31,874</u> |
| EBITDA | 96,986 | 85,335 |
| Other pension benefit | (179) | (93) |
| FASTER Act and loss on inferior ingredients | 236 | 1,772 |
| Gain on sale and lease termination gain | (6,107) | (2,644) |
| Pension plan settlement loss | - | 403 |
| Business process improvement consulting costs | 4,303 | 3,897 |
| Acquisition-related costs | <u>936</u> | <u>-</u> |
| Adjusted EBITDA | <u>\$ 96,175</u> | <u>\$ 88,670</u> |
| Sales | \$ 1,082,670 | \$ 983,490 |
| Adjusted EBITDA as a percent of sales | 8.9% | 9.0% |



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF NET INCOME TO ADJUSTED NET INCOME (000S OMITTED)

| | <u>For the 12 Week Period Ended December 31, 2022</u> | <u>For the 12 Week Period Ended January 1, 2022</u> |
|---|---|---|
| Net Income | \$ 48,597 | \$ 39,322 |
| Business process improvement consulting costs | 3,228 | 2,923 |
| Pension plan settlement loss | - | 302 |
| FASTER Act and loss on inferior ingredients | 177 | 1,329 |
| Gain on sale and lease termination gain | (4,580) | (1,983) |
| Acquisition-related costs | 702 | - |
| Adjusted net income | <u>\$ 48,124</u> | <u>\$ 41,893</u> |



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF NET INCOME TO EBITDA AND ADJUSTED EBITDA (000S OMITTED)

| | For the Fiscal Year Ended December 31, 2022 | For the Fiscal Year Ended January 1, 2022 | For the Fiscal Year Ended January 2, 2021 | For the Fiscal Year Ended December 28, 2019 | For the Fiscal Year Ended December 29, 2018 | For the Fiscal Year Ended December 30, 2017 | For the Fiscal Year Ended December 31, 2016 |
|--|---|---|---|---|---|---|---|
| Net Income | \$ 228,394 | \$ 206,187 | \$ 152,318 | \$ 164,538 | \$ 157,160 | \$ 150,120 | \$ 163,776 |
| Income tax expense (benefit) | 70,317 | 64,585 | 48,393 | 47,545 | 40,001 | (827) | 85,761 |
| Interest expense, net | 5,277 | 8,001 | 12,094 | 11,097 | 7,931 | 13,619 | 14,353 |
| Loss on extinguishment of debt | - | 16,149 | - | - | - | - | - |
| Depreciation and amortization | 141,957 | 136,559 | 141,384 | 144,228 | 144,124 | 146,719 | 140,869 |
| EBITDA | 445,945 | 431,481 | 354,189 | 367,408 | 349,216 | 309,631 | 404,759 |
| Other pension (benefit) cost | (773) | (405) | (74) | 2,248 | (529) | (6,558) | (5,638) |
| Pension plan settlement and curtailment loss | - | 403 | 108,757 | - | 7,781 | 4,649 | 6,646 |
| Gain on divestiture | - | - | - | - | - | (28,875) | - |
| Gain on sale, severance costs, and lease termination (gain) loss | (4,390) | (2,644) | (4,066) | - | - | (1,279) | - |
| Acquisition-related costs | 12,518 | - | - | 22 | 4,476 | - | - |
| FASTER Act and loss (recovery) on inferior ingredients | 236 | 944 | 107 | (37) | 3,212 | - | - |
| Project Centennial consulting costs | - | - | 15,548 | 784 | 9,723 | 37,306 | 6,324 |
| ERP road mapping consulting costs | - | - | 4,363 | - | - | - | - |
| Restructuring and related impairment charges | - | - | 35,483 | 23,524 | 9,767 | 104,130 | - |
| Multi-employer pension plan withdrawal costs | - | 3,300 | - | - | 2,322 | 18,268 | - |
| Plant closure costs and impairment of assets | 7,825 | - | - | - | 3,516 | - | 24,877 |
| Legal settlements and related costs | 7,500 | 23,089 | 7,250 | 28,014 | 21,452 | 5,978 | 10,500 |
| Other pension plan termination costs | - | - | 133 | - | - | - | - |
| Executive retirement agreement | - | - | - | 763 | - | - | - |
| Business process improvement consulting costs | 33,169 | 31,293 | - | - | - | - | - |
| Acquisition consideration agreement | - | 3,400 | - | - | - | - | - |
| Manufacturing facility closure costs and acquisition costs | - | - | - | - | - | - | - |
| Adjusted EBITDA | \$ 502,030 | \$ 490,861 | \$ 521,690 | \$ 422,726 | \$ 410,936 | \$ 443,250 | \$ 447,468 |

Fiscal 2018 and prior were restated to include other pension cost/benefit in the reconciliation.



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF NET INCOME TO EBITDA AND ADJUSTED EBITDA (000S OMITTED)

| | For the Fiscal Year Ended January 2, 2016 | For the Fiscal Year Ended January 3, 2015 | For the Fiscal Year Ended December 28, 2013 | For the Fiscal Year Ended December 29, 2012 | For the Fiscal Year Ended December 31, 2011 |
|--|---|---|---|---|---|
| Net Income | \$ 189,191 | \$ 175,739 | \$ 230,894 | \$ 136,121 | \$ 123,428 |
| Income tax expense | 103,840 | 92,315 | 91,479 | 72,651 | 68,538 |
| Interest expense (income), net | 4,848 | 7,341 | 12,860 | 9,739 | (2,940) |
| Depreciation and amortization | 132,175 | 128,961 | 118,491 | 102,690 | 94,638 |
| EBITDA | 430,054 | 404,356 | 453,724 | 321,201 | 283,664 |
| Other pension (benefit) | (7,151) | | | | |
| Asset impairment | 3,771 | 10,308 | - | - | - |
| Pension settlement loss | | 15,387 | - | - | - |
| Manufacturing facility closure costs and acquisition costs | 6,923 | - | - | 9,560 | 10,654 |
| Tortilla facility divestiture gain, net of closure costs | | (1,007) | - | - | - |
| Bargain purchase gain | | - | (50,071) | - | - |
| Acquisition costs, net of Beefsteak break-up fee | | - | 17,776 | - | - |
| Adjusted EBITDA | \$ 433,597 | \$ 429,044 | \$ 421,429 | \$ 330,761 | \$ 294,318 |

Fiscal years prior to FY16 do not present restated amounts for other pension costs.



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF NET INCOME TO EBITDA AND ADJUSTED EBITDA (000S OMITTED)

| | For the Fiscal Year Ended January 1, 2011 | For the Fiscal Year Ended January 2, 2010 | For the Fiscal Year Ended January 3, 2009 | For the Fiscal Year Ended December 29, 2007 | For the Fiscal Year Ended December 30, 2006 |
|--|---|---|---|---|---|
| Net Income attributable to Flowers Foods, Inc. | \$ 137,047 | \$ 130,297 | \$ 119,233 | \$ 94,615 | \$ 81,043 |
| (Income)/loss from discontinued operations, net of tax | - | - | - | - | (6,731) |
| Cumulative effect of a change in accounting principle | - | - | - | - | 568 |
| Net income attributable to noncontrolling interest | - | 3,415 | 3,074 | 3,500 | 3,255 |
| Income tax expense | 73,333 | 74,047 | 67,744 | 54,970 | 45,304 |
| Interest income, net | (4,518) | (1,426) | (7,349) | (8,404) | (4,946) |
| Depreciation and amortization | 85,118 | 80,928 | 73,312 | 66,094 | 64,250 |
| Adjusted EBITDA | 290,980 | 287,261 | 256,014 | 210,775 | 182,743 |

Fiscal years prior to FY16 do not present restated amounts for other pension costs.



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF SALES TO ADJUSTED EBITDA MARGIN (000S OMITTED)

| | <u>Sales</u> | <u>Adj EBITDA</u> | <u>Adj EBITDA Margin</u> |
|------|--------------|-------------------|------------------------------|
| FY22 | 4,805,822 | 502,030 | 10.4% |
| FY21 | 4,330,767 | 490,861 | 11.3% |
| FY20 | 4,387,991 | 521,690 | 11.9% |
| FY19 | 4,123,974 | 422,726 | 10.3% |
| FY18 | 3,951,852 | 410,936 | 10.4% |
| FY17 | 3,920,733 | 443,250 | 11.3% |
| FY16 | 3,926,885 | 447,468 | 11.4% |
| FY15 | 3,778,505 | 433,597 | 11.5% |
| FY14 | 3,748,973 | 429,044 | 11.4% |
| FY13 | 3,732,616 | 421,429 | 11.3% |
| FY12 | 3,031,125 | 330,761 | 10.9% |
| FY11 | 2,759,367 | 294,318 | 10.7% |
| FY10 | 2,573,769 | 290,980 | 11.3% |
| FY09 | 2,600,849 | 287,261 | 11.0% |
| FY08 | 2,414,892 | 256,014 | 10.6% |
| FY07 | 2,036,674 | 210,775 | 10.3% |
| FY06 | 1,888,654 | 182,743 | 9.7% |



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF DEBT TO NET DEBT AND CALCULATION OF NET DEBT TO ADJUSTED EBITDA RATIO (000S OMITTED)

| | December 31, 2022 | January 1, 2022 | January 2, 2021 | December 28, 2019 | December 29, 2018 | December 30, 2017 | December 31, 2016 | January 2, 2016 |
|--------------------------------------|-------------------|-----------------|-----------------|-------------------|-------------------|-------------------|-------------------|-----------------|
| Total debt* | \$ 891,842 | \$ 890,609 | \$ 960,103 | \$ 866,508 | \$ 979,594 | \$ 805,086 | \$ 927,730 | \$ 988,389 |
| Less: Cash and cash equivalents | 165,134 | 185,871 | 307,476 | 11,044 | 25,306 | 5,129 | 6,410 | 14,378 |
| Net debt | 726,708 | 704,738 | 652,627 | 855,464 | 954,288 | 799,957 | 921,320 | 974,011 |
| Adjusted EBITDA | 502,030 | 490,861 | 521,690 | 422,726 | 410,936 | 443,250 | 447,468 | 433,597 |
| Ratio of Net Debt to Adjusted EBITDA | 1.4 | 1.4 | 1.3 | 2.0 | 2.3 | 1.8 | 2.1 | 2.2 |

* Excludes lease liabilities



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF CASH PROVIDED BY OPERATING ACTIVITIES TO FREE CASH FLOW*

| Time Period | Cash Provided by | | Free Cash Flow |
|-------------|----------------------|---|----------------|
| | Operating Activities | Purchase of Plant, Property and Equipment | |
| FY'22 | 360,889 | 169,071 | 191,818 |
| FY'21 | 344,610 | 135,964 | 208,646 |
| FY'20 | 454,464 | 97,929 | 356,535 |
| FY'19 | 366,952 | 103,685 | 263,267 |
| FY'18 | 295,893 | 99,422 | 196,471 |
| FY'17 | 297,389 | 75,232 | 222,157 |
| FY'16 | 356,562 | 101,727 | 254,835 |
| FY'15 | 335,674 | 90,773 | 244,901 |

* Cash provided by operating activities less purchase of plant, property and equipment.

